RIVER FORWARDERS, INC.

Freight Forwarders (Class A)

Annual Report Form F-1

1978

March 31, 1979 Due:

Approved by GAO B-180230 (R0254) Expires 10-31-79

1881

CORRECT NAME AND ADDRESS IF DIFFERENT THAN SHOWN (See instructions) TTERSTATE

NAME AND ADDRESS OF REPORTING CARRIER (Attach

COMMERCE COMMISSION RECEIVED APR 2 1079

FF000220 RIVER FORM A O A RVRF RIVER FORWARDERS. INC. ONE DLIVER PLAZA

PATTSBURGH PA 15222

ADMINISTRATIVE SERVICES MAIL UNIT

2. State whether respondent is an	individual owner, partnership, co	Orporation, association, etc.: Corporation	
If a partnership, state the name	es and addresses of each partner	including silent or limited, and their interests	
Name		Address	Proportion of Interest
4. If a corporation, association or (a) Dates and States of incorp	other similar form of enterprise,	October 8, 1951 Delaware	
	es, and expiration dates of terms	of office:	
A. J. Brosius	P. K. Sour	Address One Oliver Plaza	Term Expires 4/29/79
Dudley Coles Alan H. Edwards	P. J. Wright	Pittsburgh, PA 15222	and the state of t
			-
Hugh Farnet			
R. F. Smail (c) The names and titles of p	rincipal general officers:		
R. F. Smail (c) The names and titles of p	orincipal general officers:	Vice President Title	
R. F. Smail (c) The names and titles of p Hugh Farnet		Vice President	
R. F. Smail (c) The names and titles of p Hugh Farnet Fredrick A. Joss		Vice President Treasurer	
R. F. Smail (c) The names and titles of p Hugh Farnet		Vice President	
R. F. Smail (c) The names and titles of p Hugh Farnet Fredrick A. Joss Arthur J. Brosius	anie	Vice President Treasurer Secretary	
R. F. Smail (c) The names and titles of p Hugh Farnet Fredrick A. Joss Arthur J. Brosius	anie	Vice President Treasurer Secretary	
R. F. Smail (c) The names and titles of p Hugh Farnet Fredrick A. Joss Arthur J. Brosius	anie	Vice President Treasurer Secretary	
R. F. Smail (c) The names and titles of p Hugh Farnet Fredrick A. Joss Arthur J. Brosius Richard F. Smail	ns, and stockholders, as follows:	Vice President Treasurer Secretary President	
R. F. Smail (e) The names and titles of p Hugh Farnet Fredrick A. Joss Arthur J. Brosius Richard F. Smail	ns, and stockholders, as follows: standing:	Vice President Treasurer Secretary President	Votes
R. F. Smail (c) The names and titles of p Hugh Farnet Fredrick A. Joss Arthur J. Brosius Richard F. Smail 5. Give the voting power, electio A. Total voting securities out	rs, and stockholders, as follows: standing: 250	vice President Treasurer Secretary President shares 250 0	
R. F. Smail (c) The names and titles of p Hugh Farnet Fredrick A. Joss Arthur J. Brosius Richard F. Smail 5. Give the voting power, electio A. Total voting securities out (1) Common	ns, and stockholders, as follows: standing:	Vice President Treasurer Secretary President shares 250	

B. Does any class of securities carry any special privileges in any elections or in the control of corporate action?

NO

If so, describe each such class or issue, showing the character and extent of many class or issue, showing the character and extent of many class or issue.

If so, describe each such class or issue, showing the character and extent of such privileges:

(1) Common	abmitting this report	the latest day				
(1) Common N/A	(2) 1st Preferred —	I/A	- (3)	2nd Preferre	n/A	
(4) Other ————	(5) Date of closing stoc	k book	12/31/	78		
for each his address, the number classification of the number of vo	lders of the respondent who, at the date of thin I year prior to the actual filing of this r of votes which he would have had a righotes to which he was entitled, with respect to tra of the trust. If the stock book was not control the close of the year.	report), had the to cast on the securities hel	e highest vo at date had d by him. If	ting powers in a meeting the any such hold	n the respond en been in or der held secur	ent showinger, and the ities in true
		Number		umber of vo	otes, classified	1
Name of security holder	Adgress	of votes.		lst	2 nd	Other
		entitled	Common	Preferred	Preferred	securitie
(a)	(b)	(c)	(d)	(e)	(f)	(g)
Union Mechling Corp.	One Oliver Plaza					
	Pittsburgh, PA 15222	250	250			
			1			
		 		-	 	
					1	
			ļ			
			 	 	 	
			1	 	 	
						as reducted
stockholders. Check appropriate box:	send to the Bureau of Accounts. immedia					as report
stock holders.						ai report
stockholders. Check appropriate box:	this report.					ai report
Stockholders. Check appropriate box: [] Two copies are attached to	this report.					ai report
Check appropriate box: [] Two copies are attached to	o this report. led (date)					ai report
Check appropriate box: [] Two copies are attached to [] Two copies will be submitted. M No annual report to stockhold the respondent was formed as	(date) iolders is prepared. a result of consolidations or mergers dur laws governing each organization, date and	ing the year.	name all con	stituent com	panies, and g	ive specif
Check appropriate box: [] Two copies are attached to [] Two copies will be submitted. M. No annual report to stockhold the respondent was formed as references to charters or general.	(date) iolders is prepared. a result of consolidations or mergers dur laws governing each organization, date and	ing the year.	name all con	stituent com	panies, and g	ive specific
Check appropriate box: [] Two copies are attached to [] Two copies will be submitted. M No annual report to stockhall the respondent was formed as references to charters or general regulatory body, and date of control of the respondent was reorganized.	(date) iolders is prepared. a result of consolidations or mergers dur laws governing each organization, date and	ing the year, a authority for e	name all consolid	stituent com ation and eac	panies, and g	live specific
Check appropriate box: [] Two copies are attached to [] Two copies will be submitted. M No annual report to stockhall the respondent was formed as references to charters or general regulatory body, and date of control of the respondent was reorganized.	(date) folders is prepared. a result of consolidations or mergers durlaws governing each organization, date and onsummation. during the year, give name of original corporations are supplied to the consummation.	ing the year, a authority for e	name all consolid	stituent com ation and eac	panies, and g	ive specification
Check appropriate box: [] Two copies are attached to [] Two copies will be submitted. M No annual report to stockhall the respondent was formed as references to charters or general regulatory body, and date of comparison of the respondent was reorganized owner or partners, the reason formed.	(date) (date) (olders is prepared. a result of consolidations or mergers durlaws governing each organization, date and onsummation. during the year, give name of original corport the reorganization, and date of reorganization, and date of reorganization.	ing the year, a authority for e	name all consolid	stituent com ation and eac	panies, and g	ive specification
Check appropriate box: [] Two copies are attached to [] Two copies will be submitted. M No annual report to stockhall the respondent was formed as references to charters or general regulatory body, and date of comparison of the respondent was reorganized owner or partners, the reason formed.	(date) folders is prepared. a result of consolidations or mergers durlaws governing each organization, date and onsummation. during the year, give name of original corporations are supplied to the consummation.	ing the year, a authority for e	name all consolid	stituent com ation and eac	panies, and g	live specific
Check appropriate box: [] Two copies are attached to [] Two copies will be submitted. M No annual report to stockh. If the respondent was formed as references to charters or general regulatory body, and date of commer or partners, the reason for N/A. If the respondent was subject to A. Date of receivership	(date) (date) (olders is prepared. a result of consolidations or mergers durlaws governing each organization, date and onsummation. during the year, give name of original corport the reorganization, and date of reorganization, and date of reorganization.	ing the year, a authority for e	name all consolid	stituent com ation and eac	panies, and g	ive specification
Check appropriate box: [] Two copies are attached to [] Two copies will be submitted. M No annual report to stockh. If the respondent was formed as references to charters or general regulatory body, and date of control owner or partners, the reason for N/A. If the respondent was subject to A. Date of receivership	(date) (date) (olders is prepared. a result of consolidations or mergers durlaws governing each organization, date and onsummation. during the year, give name of original corporate the reorganization, and date of reorganiz	ing the year, a authority for e	name all consolid	stituent com ation and eac	panies, and g	ive specified from

11.	If any individual, individuals, association, or corporation held control, as trustee, other than receivership, over the respondent at the
	A Date of trusteeship N/A
	D. Australia Co. sustantia
	C. Name of trustee
	D. Name of beneficiary of beneficiaries
	E. Purpose of trust
Anton	

12. Give a list of companies under common control with respondent

Union Mechling Corporation Cardinal Carriers Inc. Marine Transit Co. Southern Transfer Co.

13. Furnish a complete list of all companies controlled by the respondent, either directly or indirectly, at the close of the year. List under each directly controlled company the companies controlled by it and under each company any others of more remote control. Each step of control should be appropriately indented from the left margin. After each company state the percentage, if any, of the voting power represented by securities owned by the immediately controlling company:

None

14. Give a complete list showing companies controlling the respondent, as of the close of the year. Commence with the company which is the most remote and list under each such company the company immediately controlled by it. Each step of control should be appropriately indented from the left margin. After each company state the percentage, if any, of the voting power represented by securities owned by the immediately controlling company. When any company listed is immediately controlled by or through two or most companies jointly, list all such companies and list the controlled company under each of them, indicating its status by appropriate cross references:

Dravo Corporation has 100% control of Union Mechling which in turn has 100% control of River Forwarders Inc.

15. States in which traffic is originated and/or terminated: (check appropriate boxes)

Alabama	X	Georgia	X	Maryland	+-	New Jersey	+	South Carolina
Alaska		Hawaii		-Massachusetts	+-	New Mexico-	+	South Dakota
Arizona		Idaho		Michigan -	+-	New York	+-	TennesseeX
Arkansas	X	Illinois -	X	-Minnesute-	1 A	North Carolina -	+-	TexasX
California		Indiana	X	Mississippi	1 A	North Dakota	+	-Ulah
Colorado	-	-lowa	X	Missouri	X	Chio	+x	Vermont -
Connecticut -		-Kansas	X	-Montana	+	Oklahoma	+X	Virginia -
Delaware		Kentucky -	X	Nebraska	+X	Oregon -	-	Washington -
District of Columbia-		Louisiana	X	Nevada	+-	Pennsylvania-	+X	West Virginia X
Florida -	X	-Maine		New Hampshire -	4-	Rhode Island -	+	Wisconsin X
								Wyoming -

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ne o.	Balance at beginning of year	nancial deta at the beginning of the year and at the close of the year (omit cents):	Balance at close of year
1	(a)	(6)	(c)
15		I. CURRENT ASSETS	5 57 410
	6,764	(100) Cash	57,410
L		(101) Special cash deposits (Sec. 18)'	
	***************************************	(102) Temporary cash investments	
	XXXXXXX	1. Pledged 5———— 2. Unpledged 5————	XXXXXXX
	600	(103) Working advances	500
.	XXXXXXX	(104) Notes receivable	XXXXXX
	174,013	(105) Accounts receivable	121.523
1	4 4 7 3 W L J	(106) Less: Reserve for doubtful accounts	1
' -		(107) Accrued accounts receivable (108) Materials and supplies	
0	AND DESCRIPTION OF THE PERSON	(109) Other current assets	
1		(110) Deferred income tax charges (Sec. 19)	
3 +	121,377	Total current assets	179,533
		II. SPECIAL FUNDS AND DEPOSITS	29
4	*****	(:29) Sinking and other funds	XXXXXX
5	******	Less Nominally outstanding\$	
6	XXXXXXX	(121) Special deposits	XXXXXXX
7		Less Nominally outstanding	1
8		Total special funds	ļ
		III. INVESTMENT SECURITIES AND ADVANCES	,
9		(130) Investments in affiliated companies (Sec. 20)	1
0	XXXXXXX	1. Pledged \$ 2. Unpledged \$	XXXY/XX
11		Undistributed earnings from certain investments in affiliated companies (Sec. 21)	
2		(131) Other investments (Sec. 20)	+
13 !	XXXXXX	1. Pledged \$ ——— 2. Unpledged \$ ——— .	XXXXXX
4 1		(132) Less: Reserve for adjustment of investments in securities	1
25	************************	(133) Allowance for net unrealized loss on noncurrent marketable equity securities	1
26		Total investment securities and advances	4
		IV. TANGIBLE PROPERTY	
27	XXXXXXX	(140) Transportation property (Sec. 22-A)	- ******
28		(149) Less: Depreciation and amortization reserve	
		Transportation property (Sec. 22-B)	-
29	XXXXXX	(160) Nontransportation property (Sec. 23).	XXXXXX
30	816	[(161) Less: Depreziation reserve -	645
1	816	Nontransportation property (Sec. 23)	645
31	010	Total tangible property V. INTANGIBLE PROPERTY	
_		(165) Organization	
32		(166) Other intangible property	
33		Total intangible property	
34		VI. DEFERRED DEBITS AND PREPAID EXPENSES	
14		(170) Prepayments	1
35	35,000	(172) Other deferred debits	35.000
36		(173) Accumulated deferred income tax charges (Sec. 19)	
38	35,000	Total deferred debits and prepaid expenses	35,000
	V	VII. REACQUIRED AND NOMINALLY ISSUED SECURITIES	
39	XXXXXXX	(190) Reacquired and nominally issued long-term debt	XXXXXX
40	XXXXXXX	Rescoured Piedged 5	XXXXXXX
41	XXXXXXX	2 Unpledged	XXXXXX
42	XXXXXXX	Nominally issued 1 Pledged	XXXXXX
43	XXXXXXX	2. UnpledgedS	XXXXXX
44	XXXXXXX	(191) Nominally issued capital stock	******
45	XXXXXX	1. Plodged S 2 Unpledged S	215 170
46	157,193	TOTAL ASSETS	215,178

COMPARATIVE BALANCE SHEET STATEMENT-LIABILITY SIDE

line No.	Balance at beginning of year	Item	Balance at close of year
	(a)	(6)	(c)
	5	VIII CURRENT LIABILITIES	5
8	2,244	(200) Notes payable	2,570
,	The state of the s	(201) Accounts payable	
0		(202) Accrued interest	
1	(75,122)	(203) Dividends payable	(106,000
2	1,956	(204) Accrised taxes	- (100,000
13	1,930	(205) Accrued accounts payable	-
54		(208) Deferred income tax credits (Sec. 19)	- [
55	(70,922)	(209) Other current liabilities	(103,430)
56	1/03/266	Total current liabilities	-
		IX. LONG-TERM DEBT (b1) Less— Nominally Nominally outstanding issued	
57		(210) Funded debt (Sec. 29)\$\$	_
58		(210.5) Capitalized leased obligations	
59	" {	(211) Receivers' and trustees' securities (Sec. 29)	
60	340,030	(212) Amounts payable to affiliated	
		companies (Sec. 30)	467,266
61		(213) Long-term debt in default (Sec. 29)	
62		(218) Discount on long-term debt	
63		(219) Premium on long-term debt	
64	340,030	Total long-term debt	467,266
		X. RESERVES	1
65		(220) Insurance reserves	
66		(221) Provident reserves	+
67			1
68	and the second could be a second contract to the second contract to	C222) Other reserves Total reserves	
		XL DEFERRED CREDITS	1
69		(231) Other deferred credits	
70		(232) Accumulated deferred income tax credits (Sec. 19)	
71		Total deferred credits	1
		XII. CAPITAL AND SURPLUS	1
72	25,000	(240) Capital stock (Sec. 31)	25,000
73	-	(241) Premiums and assessments on capital stock	
74		Total (Lines 70 and 71)	25,000
75	-	Less—Nominally issued capital stock	
76	-	(242) Discount, commission and expense on capital stock	
77		Total (Lines 73 and 74)	
78		Total (Lines 72 and 75)	25,000
79	40,000	(243) Proprietorial capital	
80	THE OTTOMOS SHOW THE PERSON NAMED IN COLUMN TWO IS NOT THE PERSON NAMED IN COLUMN TWO IS NAMED IN C	(250) Unearned surplus	40,000
81	AXXXXXX		XXXXXXXX
82	(179,775)	(260) Earned surplus—Appropriated	
83		(270) Earned surplus-Unappropriated (Deficit in paren.) (Sec. 32)	(213,658)
84	XXXXXXX	1. Distributed \$2. Undistributed \$	XXXXXXX
8.5		- (279) Net unrealized loss on noncurrent marketable equity securities	
86	And constitutional and an arrange production and arrange and an arrange and arrange arrange and arrange arrang	(280) Less: Treasury stick	
87	XXXXXXXX	1. Pleaged \$2. Unpleaged \$	XXXXXXXX
88	(114,775)	Total capital and surplus	(148,658)
89	157,193	TOTAL LIABILITIES	215,178
90		Contingent liabilities (not included above)	

COMPARATIVE			

Internal Revenue Code because of accelerated amore Estimated accumulated savings in Federal income tax				y section 124-A) of the
	ies resulting from com	puting book deprec	iation under Commission r	ules and computing tax
Accelerated depreciation since December 31, 1953	under realized 162 -	E che Internal Dans	C-1-	
-Guideline lives since December 31, 1961, pursuan			nue Code.	
Guideline lives under Class Life System (Asset De			970 as provided in the l	Revenue Act of 1971.
(1) Estimated accumulated net income tax reduction				
Revenue Act of 1962, as amended	diffucto since beccin	ioer st. tota, treeat	are or the investment tax (0
(2) If carrier elected, as provided in the Revenue Ac	of 1971, to account	for the investment	ax credit under the deferr	at method, indicate the
total deferred investment tax credit at beginning of				. 0
Add investment tax credits applied to reduction of				
Deduct deferred portion of prior year's investment				
Other adjustments (indicate nature such as recapture				
Total deferred investment tax credit at close of year	ır	-	-	s <u>0</u>
Investment ta: credit carryover at year end				s 0
Cost of pension plan:				
Past service costs determined by actuarians at y	rear end			s <u>0</u>
Total pension costs for year:				
Normal costs				5 0
Amortization of past service costs_				s 0
Estimated amount of future earnings which can be relieved account on January 1, of the year following the	realized before paying	Federal income tax	es because of unused and	available net operating
loss carryover on January I of the year following the	hat for which the rep	ort is made		s 163,919 T
Marketable Equity Securities—to be completed by 1. Changes in Valuation Accounts	y companies with \$10).0 million or more	e in gross operating rever	nues:
	Cost	Market	Dr. (Cr) to Income	Dr. (Cr) to Stockholders
				Equity
	\$ 0	3	\$	
Current year Current Portfolio		3		Equity X X X X S
as of / / Noncurrent Portfolio	0	-	× × × ×	x x x x
as of / Noncurrent Portfolio Previous year Current Portfolio			x x x x x x x x x x x x	x x x x x x
as of / / Noncurrent Portfolio	0 0	•	× × × ×	x x x x
as of / / Noncurrent Portfolio Previous year Current Portfolio	0 0 0	narketable equity s Gains None None	x x x x x x x x x x x x x x	x x x x x x x x x x x x x x x x
as of / / Noncurrent Portfolio Previous year Current Portfolio as of / / Noncurrent Portfolio	O O O O O O O O O O O O O O O O O O O	None None marketable equity	x x x x x x x x x x x x x x x x x x x	X X X X X X X X X X X X X X X X X X X
as of / / Noncurrent Portfolio Previous year Current Portfolio as of / / Noncurrent Portfolio 2. At / / , gross unrealized gains and 3. A net unrealized gain (loss) of \$ None (year). The cost of securities see	O O O O O O O O O O O O O O O O O O O	None None marketable equity (me	x x x x x x x x x x x x x x x x x x x	x x x x x x x x x x x x x x x x x x x

17.-COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

Using the following notes as a guideline, show the requirements of compensating balances and short-term borrowing arrangements if operating revenues are \$10 million or more. Footnote disclosure is required even though the arrangement is not reduced to writing.

- Disclose compensating balances not legally restricted, lines of credit used and unused, average interest rate of short-term borrowings outstanding at balance sheet date, maximum amount of outstanding borrowings during the period and the weighted average rate of those borrowings.
 - 2. Time depotits and certificates of deposit constituting compensating balances not legally restricted should be disclosed.
- 3. Compensating balance arrangements need only be disclosed for the latest fiscal year.
- 4. Compensating balances under an agreement which legally restricts the use of such funds, and which constitute support for short-term barrowing arrangements, should be included in section 18, account 101, Special cash deposits.
- 5. Compensating balances under an agreement which legally restricts the use of such funds and which constitute support for long-term borrowing arrangements and are reported in account 121, Special deposits, should also be separately disclosed below.
- 6. Compensating balance arrangements are sufficiently material is require disclosure in fundances when the aggregate of written and oral agreement balances amount to 15 percent or more of liquid assets (current cash balances, restricted and unrestricted plus marketable securities).
- 7. When a carrier is not in compliance with a compensating balance requirement, that fact should be disclosed along with stated and possible sanctions whenever such possible sanctions may be immediate (not vague or unpredictable) and material.

No compensating balances required as River Forwarders has no bank loans outstanding.

18.-SPECIAL CASH DEPOSITS

For other than compensating balances, state separately each item of \$10,000 or more reflected in account 101. Special cash deposits, at the close of the year Items of less than \$10,000 may be combined in a single entry and described as "Minor items less than \$10,000". For compensating balances, state separately the total amounts held on behalf of respondent and held on behalf of others.

Purpose of deposi	•	Balance at clo of year (b)
		\$
Interest special deposits:		10
None		
	7 oral	
Dividend special deposits		
None		
		
1/.	Total	
Miscellaneous special deposits.		
None		
	Total	
Compensating balances legally restricted:		
Held on behalf of respondent None		
Held on behalf of others	Total	

19. In column (a) are listed the particulars which most often cause a Other particulars which cause such a differential should be listed under for deferred taxes, and account 451. Provision for deferred taxes. the caption "Other", including State and other taxes deferred if Extraordinary and prior period items, for the current year computed separately. Minor items each less than \$100,000 may be combined in a single entry under "Other".

in column (a).

Indicate in column (c) the net change in accounts 110, 173, 208 and in the current accounting period.

The total of net credits (charges) for the current year in column (c) differential between taxable income and pretax accounting income. should agree with the contra charges (credits) to account 432, Provision

Indicate in column (d) any adjustment as appropriate, including Indicate in column (b) the beginning of the year balance of adjustments to eliminate or reinstate deferred tax effect (credits or accumulated deferred tax credits (debits) applicable to each particular debits) due to applying or recognizing a loss carryforward or a loss

Indicate in column (e) the cumulative total of columns (b), (c) and 232 for the net tax effect of timing difference originating and reversing (d). The total of column (e) must agree with the balances in accounts 110, 173, 208 and 232 in Section 16.

ANALYSIS OF FEDERAL INCOME AND OTHER TAXES DEFERRED

ine to	Particulars	Beginning of Year Balance (b)	Net credits (Charges) for Current Year (c)	Adjustments (d)	End of Year Balance (c)
Commence of the contract of th	Accelerated depreciation, Sec. 167 I.R.C. Guideline lives pursuant to Rev. Proc. 62-21 Accelerated amortization of facilities Sec. 168 f.R.C. Other (Specify)				s
6 7 8	Investment tax credit	none	none	nous	non

20. Give the details called for of investments in securities and advances held at the close of the year as stated for accounts (130) and (131) in section 16.

			Book	Income earned during	
Names of issuing company and description of security held	Par value	Number of shares	cost	Kind	Amount
none			. 5	_	- s
				1	1
		1			
				1	
		1			
		-	-	-	
			1		
Total	XXXXXXXX	AXXXXXXX		XXXXXXXX	

21 Report below the details of all investments in common stocks included in account 130. Investments in affiliated companies, which qualify for the equity method under instruction 28 in the Uniform System of Accounts for Freight Forwarders.

Enter in column (c) the amount necessary to retroactively adjust those investments qualifying for the equity method of accounting in accordance with instruction 28(b) (11) of the Uniform System of Accounts

Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses.

Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost at date of acquisition. See instruction 28(b)(4).

The cotal of column (g) must agree with column (b), ine 21. Section in

UNDISTRIBUTED EARWINGS FA WE CERTAIN INVESTMENTS IN AFFILIATED COMPANIES

So close of close of year year (g)		
Adjustment for investments Cisposed of or written down during year (f)		
Amortization during year (e)		
Equity in undistributed carnings (losses) during year (d)		
Adjustment for invest-ments qualify ing for equitity method (c)		
Balance at beginning of year (b)		
Name of issuing company and description of security held	Carriers (Lins specifies for each company)	Total Noncarrers (Show totals only for each column)
No E	- u - 4 x 0 u x 0 5 1 2 2 2 2 2 2 2	2222

24.—RENTAL EXPENSE OF LESSEE

Complete this schedule only if (a) carrier operating revenues are \$10 million or more and thi if gross rental expense in the most recent fiscal year excepts one percent of operating revenue.

Otherwise, show total rental expense (reduced by rentals from subleases) entering into the determination of results of operations for each period for which an income statement is presented. Rental payments under short-term leases for a month or less which are not expected to be renewed need not be included. Contigent rentals, such as those based on usage or sales, shall be reported separately from the basic or minimum rentals.

ine	Type of lease	Current year	Prior year
No.	tat .	tha	(c)
	Financing leases		
	Minimum cratisls		
2	Contingent restals	,	
*	Sublease rentals		
4	Total forming levice	CONTRACTOR SERVICES	
	Other leases		1
4	Minimum restals		-
6	Contingent rentals	, , , , , , , , , , , , , , , , , , , ,	<u> </u>
7	Sublease rentals		
ñ	Total other leases		+
9	Total cental expense of lessee	L.	

NOTE. As used in sections 24 through 28, a "financing lease" is defined as a lease which, during the noncancellable lease period, either (a) covers 75% or more of the economic life of the property or (b) has terms which assure the lessor a full recovery of the fair market value (which would normally be represented by his investment) of the property at the inception of the lease plus a reasonable return on the use of the assets invested subject only to limited risk in the realization of the residual interest in the property and the credit risks generally associated with secured loans.

Carrier operating revenues less than \$10,000,000.

22. Give details as called for of investment in transportation property, and reserve for depreciation and amost cation for balances as stated for accounts (140) and (149) in section 16.

A. INVESTMENT

Property accounts	Balance at beginning of year	Charges	Credits	Adjustments Dr Debit Cr Credit	Balance at
41. Furniture and office equipment	\$ 1,441	5	P	1	1,441
42. Motor and other highway vehicles— 43. Land and public improvements— 44. Terminal and platform equipment— 45. Other property account charges— Total—	1				
	1,441				1,441

B. DEPRECIATION AND AMORTIZATION RESERVE

Property accounts	Balance at beginning of year	Charges	Credits	Adjustments Dr Debit Cr Credit	Balunce at close of year
41. Furniture and office equipment.	s. 625	s	s 171	\$	796
42. Motor and other highway vehicles— 43. Land and public improvements (depreciable property)—————					
 Terminal and platform equipment — Other property account charges 					
(depreciable property)	625	para - secon	171		796

23. Give details of investment in nontransportation property, and depreciation reserve for balances at close of the year, as stated for accounts (160) and (161) in section 16.

Description of property		Book cost of property	Depreciation reserve
None		s	, -
		1	1
		 	
		-	
	Total		

25.-MINIMUM RENTAL COMMITMENTS

Complete this schedule only if (a) carrier operating revenues are \$10 million or more and (b) gross rent) expense in the most recent fiscal year exceeds one percent of operating revenue.

Show the minimum rental commitments under all noncancellable leases, as of the date of the latest balance sheet presented, in the aggregate (with disclosure of the amounts applicable to noncapitatized financing leases) for (a) each of the five succeeding fiscal years, (b) each of the next three live-year periods, and, (c) the remainder as a single amount. The amounts so determined should be reduced by rentals to be received from existing noncancellable subleases (with disclosure of the amounts of such rentals). For purposes of this rule, a noncancellable lease is defined as one that has an initial or remaining term of more than one year and is noncancellable, or is cancellable only upon the occurrence of some remote contingency or upon the payment of a substantial penalty.

			A		38		
Line	Year ended				hoblease	rentals.	
No	34)	Financing leaves	Coher Leasex (c)	Testal (d)	Financing leases (e)	Other leases (f)	
						1	
I N	ext year						
2 In	2 years						
1 In	3 years						
4 In	4 years					1	
	5 years				-	-	
	6 to 10 years		*			1	
	11 to 15 years	COLUMN TO THE PARTY OF THE PART					
* In	16 to 20 years					and a superior state of a superior	
a Su	sbsequent						

^{*} The rental commitments reported in Part A of this schedule have been reduced by these amounts

Carrier operating revenues less than \$10,000,000.

26.-LESSEE DISCLOSURE

Complete this schedule only if carrier operating revenues are \$10 million or more.

Relate in general terms: (a) the basis for calculating rental payments if dependent upon factors other than the lapse of time: (b) existence and terms of renewal or purchase options, escalation clauses, etc.; (c) the nature and amount of related guarantees made or obligations assumed; (d) restrictions on paying dividends, incurring additional debt, further leasing, etc.; and, (e) any other information necessary to assess the effect of lease commitments upon the financial position, results of operations, and changes in financial position of the lessee.

-	Operating revenue:			
- Parameter Street				
(b)				
and the same				
1.				
(g)				
or amende to	*			
(d)				
and desire and desired				
April 100000				
		 		
c)				
-				
Lin was				

28.-INCOME IMPACT-LESSEE

Complete this schedule only if carrier operating revenues are \$10 million or more.

If the impact on net income is less than three percent of the average net income for the most recent three years, a statement to that effect will suffice to complete this schedule. Otherwise, show the impact on net income for each period for which an income statement is presented if all noncapitalized financing leases were capitalized, related assets were amortized on a straight-line basis and interest cost was accrued on the basis of the outstanding lease liability. The amounts of amortization and interest cost shall be separately identified.

In calculating average net income, loss-years should be excluded. If fisses were incurred in each of the most recent three years, the average loss shall be used for purposes of this test.

Line No.	Item (a)	Current year (b)	Prior year (c)
	Amortization of lease rights		s
2	Interest		
3	Rent expense		
4	Income tax expense		
5	Impact (reduction) on net income		1

Operating revenues less than \$10,000,000.

27.--LEASE COMMITMENTS--PRESENT VALUE

Complete this schedule only if (a) carrier operating revenues are \$10 million or more and (b) if the present value of the minimum lease commitments are more than five percent of the sum of the long-term debt, stockholders' equity and the present value of the minimum lease commitments, or if the impact on net income (as computed in section 28, Income impact—Lessee) is three percent or more of the average net income for the most recent three years.

Show all noncapitalized financing leases, the present value of the minimum lease commitments in the aggregate and by major categories of properties. Present values shall be computed by discounting net lease payments (after subtracting, if practicable, estimated, or actual amounts, if any, applicable to taxes, insurance, maintenance and other operating expenses) at the interest rate implicit in the terms of each lease at the time of contents into the lease.

Show either the weighted average interest rate (based on present value) and range of rates or specific interest rates for all lease commitments.

		Presen	t value	Ran	ge	Weighted	average
Line No.	Asset category (a)	Current year	Prior year	Current year	Prior year (e)	Current year	Prior year (g)
			•		*2	**	**
1	Structures						
2	Revenue equipment					 	
3	Shop and garage equipment		ļ	1			
4	Service cars and equipment			1		 	
5	Noncarrier operating property			4		 	
	Other (Specify)			1 3 3 3 3 4			
ě		1	ļ	1		ļ	
7			ļ	+		 	
×			 	1		1	
9				1			
10	Total			1		11	

Operating revenues are less than \$10,000,000.

32. Show items of Earned surplus—Unappropriated for the year, classified in accordance with the Uniform System of Accounts for Freight Forwarders. All contra entries hereunder should be indicated in parentheses. Include in column (b) only amounts applicable to earned surplus exclusive of any amounts included in column (c). Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting. See account (270) in section 16.

Line No.	Item (a)	Retained earnings accounts (b)	Equity in un- distributed earnings of affiliated companies (c)
		\$ (179,775)	XXX
	(270) Earned surplus (or deficit) at beginning of year		
2	(270) Earned surplus (or deficit) at degradation (270) Earned surplus (or deficit) at degradation (300) Equity in undistributed earnings (losses) of affiliated companies at beginning of year-	(33,883)	I
3	(300) Income balance (Sec. 33)		1
	(301) Miscellannous credits		1
5	(302) Prior period adjustments to beginning earned surplus account		+
	I and the same debite!		XXX
7	(311) Miscellaneous reservations of earned surplus	7833 (FOX	
	I of earned surplus	(213,658)	XXX
4		XXX	
10	in andistributed earnings (108263) of attitudes	0	XXX
11	Total unappropriated earned surplus and equity in undistributed earnings (losses) of affiliated companies at end of year (lines 9 and 11)	(213,658)	XXX

(explain) Net of assigned income taxes: account 301 \$. (explain) account 310

None	THE RESIDENCE OF THE PARTY OF T	maturity	(percent)	close of year
				5
		-		1
	-			1
		1		
	i	1	1	
		<u> </u>	1	
		1		
	1	1		and the second second
Total	J xxx	XXX	1 xxx	-
oans from Parent Company (Union Mo	chling Corp	oration)	(percent)	yer/
coans from Parent Company (Union Me o pay current obligations	chling Corp	oration)	0	435,992
		Total	XXXXXXX	435,992
			7	
ive details of balance of capital stock outstanding at	the close of the			tion 16.
Title and Description		Num	aber of Shares	Amount
(a)			(6)	(c)
				1.
'ar value: \$100			250	\$ 25,000
Total par value			0	1 0 -
Grand total - Par value and nonpar stock			250	25,000
TOTAL TOTAL TOTAL TRANSPORT OF THE PROPERTY OF				

ORDINARY DEAM (b) ORDINARY DEAM FORWARDER OFERATING INCOME (400) Operating repenses (Sec. M) 2 (401) Operating repenses (Sec. M) 2 (401) Operating repenses (Sec. M) 2 (410) Operating repenses (Sec. M) 3 "Net revenue from forwarder operations (line 1; line 2) 4 (411) Transportation as accurated (Sec. M) 5 "Net revenue, less taxes, from forwarder operations (line 3; line 4) 6 (64,883) 6 (64,883) 6 (64,883) 6 (64) Release of premium in long-term deby 6 (60) Maccillaneous income 7 (400) Maccillaneous income 8 (400) Maccillaneous income 9 (100) Maccillaneous income 101 Total income (line 5; line 11) 102 (411) Mascellaneous income (line 5; line 11) 103 (413) Mascellaneous income (line 5; line 11) 104 (411) Mascellaneous income charges 105 (414) Mascellaneous income charges 106 (100) Mascellaneous income charges 107 (410) Mascellaneous income charges 108 (420) Inscrease on long-term deby 109 (411) Other inscress deductions 100 (422) Amountain of discount on long-term deby 101 (422) Mascellaneous income charges 102 (423) Inscrease on long-term deby 103 (422) Mascellaneous income charges 104 (423) Inscrease on long-term deby 105 (424) Inscrease on long-term deby 106 (422) Mascellaneous income (long-term deby 107 (423) Inscrease on long-term deby 108 (423) Inscrease on long-term deby 109 (424) Other inscress deductions 109 (424) Other inscress deductions 100 (422) Mascellaneous income from continuing operations (lines 17, 21, 22) 101 (423) Inscrease i	*******	Give the following income account for the year (omit cents):	
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33. -INCOME STATEMENT - EXPLANATORY NOTES

1. (a) Indicate method elected b	by carrier, as provided in the	Revenue Act	of 1971, to accou	int for	the invest	ment tax c	redit
(b) If flow-through metho	od was elected, indicate	net decrease					of investment

Balance of current year's investment tax credit used to reduce current year's tax accrual

Add amount of prior years' deferred investment tax credits being amortized and used to reduce current year's tax

34.—OPERATING REVENUES

Show the forwarder operating revenues of the respondent for the year, classified by accounts as follows (omit cents):

Line No.	Account	Amount
110.	(a)	(b)
	L TRANSPORTATION REVENUE	\$1,098,831
1	501. Forwarder revenue	2,000,031
2	II. TRANSPORTATION PURCHASED—DR. 511. Railroad transportation	
	512. Motor transportation	
	513. Water transportation	
5	514. Pick-up, delivery, and transfer service.	
6	515 Other transportation purchased*	
7	Total transportation purchased	
8	Revenue from transportation (line 1 minus line 7)	CONTROL OF THE PROPERTY OF THE
	III. INCIDENTAL REVENUE	
9	521. Storage—Freight	
10	522. Rent revenue	
11	523. Miscellaneous	72,883
12	Total incidental revenues	72,883
13	Total operating revenues (line 8 plus line 12)	

^{*}Report separately hereunder, by type of transport (air, express, forwarder, or any other type), the amounts included in Account 515, "Other transportation purchased":

35, -OPERA'TING EXPENSES

Show the forwarder operating expenses of the respondent for the year, classified by accounts as follows (omit cents):

Line No.	Account	Amount
1	(a)	(6)
1 60	1. General office salaries	\$ 48,047
2 60	2 Traffic department salaries	
3 60	3. Law department salaries	
4 60	4. Statisso salaries and wages*	
5 60	5 Loading and unloading by others	
6 60	6. Operating rents	4,374
7 60	7 Traveling and other personal expense	5,112
8 60	8 Communications	7,214
9 60	9 Postage	
10 61	3 Stationery and office supplies	3,742
11 61	Tariffs	
12. 61.	Loss and orange—Freight	
13 61	Advertising -	
14 61-	Hear, light, and water	
15 613	Maintenance	
16 616	Depreciation and amortization	171
17 617	Insurance	695
18 619	Payroll taxes (Sec. 36)	3,291
19 615	Commissions and brokerage	
20 620	Vehicle operation (Sec. 36)	
21 621	Law expenses	
22 622	Depreciation adjustment	/
23 630	Other expenses	182,688
24	Total operating expenses	

36. -TAXES

Give particulars called for with respect to taxes and licenses accrued to accounts (411) and (431) in Section 33, and accounts (618) and (620) in Section 35.

Line No.	Kind of tax	portation tax acctuals	(431) Income taxes on income trons continuing operations (c)	(d)	(620) Vehicle aperation	Total
	123	(6)	+	\$ 3,291	 	2 201
	Social security taxes	15	\$	12 3,272	2	\$ 3,291
2	Real estate and personal property taxes	-		1		
1	Gasotine, other fuel and out taxes	The second second second second second	1	 		1
4	Vehicle neesses and registration tees	1				-
5	Corporation taxes	-		1		1
4	Capital stock takes		- Landau and the same of the s			
7	Federal excise taxes		· · · · · · · · · · · · · · · · · · ·			1
*	Vederal excess profes taxes	-				
4	Federal income raxes		(31,000)			(31,000)
10	State income taxes					
	Delaware Franchise	30				30
12	(6)		1			
13	(e)	The same and the s	A CONTRACTOR OF THE PARTY OF TH			
14	(d)					
15	(e)					
16	Total	30	(31,000)	3,291		(27,679)

37. Give particulars as called for with respect to motor vehicles owned outright and held under purchase obligations at the close of the year.

	Vehicle		Book value included	Accrued depreciation
vine No.	Make, kind and capacity (a)	Number of (b)	in account (140) of sec. 16 (c)	included in account (149) of sec. 16 (d)
1	None			1.
2				
3				
5				
6				1
7				
EL IS	ptal			

38. Give the particulars as called for concerning the respondent's employees and their compansation for the year. The data on number of employees shall be based on the number of employees on the payroll at close of pay period containing the 12th day of the months specified. If operations were interrupted during such period due to strikes, fires, floods, etc., the data should be reported for the nearest respresentative payroll period. Enter the total number of employees in each class on the payrolis covered by this report who worked full or part time or received pay for any part of the period reported.

ine la		Number the pay	Number of employees on payroll at close of the pay period containing the 12th day of				
		February	May	August	November	during year	
,	General office employees: Officers					•	
2 3	Clerks and attendants						
4	Traffic department employees: Officers						
5	Managers					25,683	
6	Solicitors				7	12,293	
7	Clerks and attendants	111			7	10.071	
8	Total	1 3	3	3	3	48.047	
9	Law department employees: Officers						
0	Solicitors				***************************************	 	
1	Attorneys						
3	Clerks and attendants Total						
. 5	Superintendents						
5	Foremen						
1	Clerks and attendants						
	Laborers						
1	Total						
1.	All other employezs (specify):						
-		1					
1-							
1	Total		i				
	Grand total	3	3	3 1	3	48,047	
	tngth of payroll period (Check one) (I one w			Monthl			

39. Give the various statistical items called for concerning the forwarders' operations of the respondent during the year. State tons of 2,000 pounds.

Line	Item	Number
No.	(a).	(6)
Tons of freight received from	chinacra	74,184
2 Number of shipments received		449

40.-COMPENSATION CF OFFICERS, DIRECTORS, ETC.

Give the name, position, salary, and other compensation, such as bonus, commission, gift, reward, or fee, of each of the five persons named in Section 5, item (b) and (c) of this report to whom the respondent paid the largest amount during the year covered by this report as compensation for current or past service over and above necessary expenses incurred in discharge of duties and in addition, all other officers, directors, pensioners or employees, if any, to whom the respondent similarly paid \$40,000 or more. If more convenient, this schedule may be filled out for a group of companies considered as one system and shown inly in the report of the principal company in the system, with references thereto in the reports of the other companies. Any large "Other compensation" should be explained in a footnote. If an officer, director, etc., receives compensation from another transportation company (whether a subsidiary or not), reference to this fact should be made if his aggregate compensation amounts to \$40,000 or more, and the details as to division of the sarary should be stated. By salary column (c) is meant the annual rate at which an employee is paid, rather than the amount actually paid. If salary of an individual was changed during the year, show salary before each change as well as at close of year.

ine s	Name of person (a)	Title (b)	Salary per annum as of close of year (see instructions) (c)	Other com- pensation during the year (d)
1			s	3
	None	}		+
			1	
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1		 		
2				
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6				
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9				
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41.—COMPETITIVE BIDDING — CLAYTON ANTITRUST ACT

Section 10 of the Clayton Antitrust A-1.05 U.S.C. 20) states that "no common carrier engaged in commerce shall have any 3-2-3-45 in securities, supplies or other articles of connucro, or shall make or have any control for construction or maintenance of any kind, to the amount of more than \$50,000, i.g. or aggregate, or any one year, with another corporation, firm, parintenship or association when the said common carrier shall have upon its board of directors or as its president, manager or as its purchasing or selling officer, or agent in the particular transaction, any person who is at the same time a director, manager, or purchasing or selling officer of or who has any substantial interest in, such other corporation, firm, partnership or association, unless and except such purchases shall be made from, or such firm,

dealings shall be made with, the bidder whose bid is the most favorable to such common carrier, to be ascertained by competitive bidding under regulations to be prescribed by rule or otherwise by the Interstate Commerce Commission." The specification for competitive bids is found in the Code of Federal Regulations. Part 1010-Competitive Bids through Part 1010.1. Carriers Subject to the Interstate Commerce Act

in column (g), identify the company awarded the hid by including company name and address, rame and title of respondent officers, directors, selling officer, purchasing officer and/or general manager that has an affiliation with the seller.

Note of bid Published Contract No. of Method of Date filed Company awarded bid Communication (a) Note (a) (b) (c) (d) (c) (d) (g)	Nature of bid (a) None	Date Published (b)	Contract	No. of bicders	Method of	Date filed	Company awarded bid	
	None None	(9)			,	Commission		
	None		(0)	(p)	9	6)	(6)	
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NOTES AND REMARKS

Schedule 42.-SUMMARY OF FREIGHT LOSS AND DAMAGE CLAIMS

This schedule was adopted by the Commission in No. 35345 (Sub-No. 2) July 1, 1977

Approved by GAO Effective 12-23-77

Exclude from this schedule the revenues and claims incurred in connection with freight forwarder services and shipments which have a prior of subsequent movement by air. Line I should show all freight forwarder revenue in Account 501. Line 2 should show the number of claims paid during the year for robbery, theft and pilferage, and other shortage as defined below.

Robbery - Failure to deliver all or part of a shipment as the result of stealing, including hijacking, with the use of force or threat of force against Claims for physical damage to freight in the same or other shipments resulting from robbery should be reported under a person or persons.

Theft and Pilfereage - Failure to deliver all or part of a shipment as the result of known stealing, or under circumstances indicating the probable cause was stealing, without use of force or threat of force against a person or persons, when it is known the freight was in the carrier's custody.

Claims for physical damage to freight in the same or other shipments resulting directly from theft or pilferage should be reported under

Other Shortage - Failure to deliver all or part of a shipment for unknown reasons. This includes the unexplained disappearance of all or part of a shipment for reasons other than robbery or theft and pilferage as defined above

Line 3 should show the number of all other claims paid in full or in part during the year not reported on line 2.

Line 4 should include the net dollar amount of claims paid during the year. This includes claims paid in full or paid in part, less amounts recovered from underlying carriers, salvage, insurance, and claim refund cancellations.

Line 5 should show the ratio in percentage form (two decimal places).

Line	ltem	
1 2 3	Preight revenue (Account 501) Number of theft related claims paid Number of other claims paid	\$ 1,098 831 210 ne 210 ne
4 5	Net dollars paid (See instructions) Claims expense/revenue ratio (line 4 ÷ 1)	3 -0 - %

L. J. Tackitt ____TITLE ____ NAME... Assistant Treasurer TELEPHONE NUMBER _____412 566-3853 (Telephone number) One Oliver Plaza OFFICE ADDRESS Pittsburgh, PA 15222 (Street and number) (City, State, and ZIP Code) OATH (To be made by the officer having control of the accounting of the respondent) Pennsylvania STATE OF_ Allegheny COUNTY OF ... L. J. Tackitt ____makes oath and says that he is Assistant Treasurer (Insert here the official title of the affiant) River Forwarders, Inc. (Insert here the exact legal title or name of the respondent) that it is his duty to have supervision over the books of account of the respondent and to control the manner in which such books are kept, that he has carefully examined the said report and to the best of his knowledge and belief the entries contained in the said report have, so far as they relate to matters of account, been accurately taken from the said books of account and are in exact accordance therewith, that he believes that ail other statements of fact contained in the said report are true, and that the said reports is a correct and complete statement of the business and affairs of the above-named respondent during the period of the time from and including and including-Tockett (Signature of affiant) Subscribed and sworn to before me, a Notary Public , in and for the State and County above named, March 19 79 day of My commission expires Cliney 19, 1980 USE AN L. S. **IMPRESSION** (Signature of officer authorized to administer oaths) SEAL

Name, title, telephone number and address of the person to be contacted concerning this report